

14th Ward Independent Democratic Club

Last revised April 2018

CONSTITUTION

I. Name: The name of this organization shall be the 14th Ward Independent Democratic Club.

II. Purpose: The purposes of this organization are

A. to support the principles of the Democratic Party;

B. to make the local Democratic Party responsive to the will of the Democratic voters by encouraging wide-spread participation in the Democratic Party on the local level;

C. to participate in the discussion and solution of community problems;

D. to support the formation of a liberal program of good government; and

E. to endorse and support only currently registered Democrats who believe in these purposes.

III. Membership: Membership in this organization shall be open to anyone who supports the purposes set forth above.

A. The Voting Membership shall consist of registered Democrats in the 14th Ward of Pittsburgh who are members of this organization and are current in their payment of dues as specifically described in the Bylaws, Article IV (Voting Eligibility).

B. Associate Membership shall be open to all those who support the purposes of this organization as set forth in II above, but who are

not registered Democrats in the 14th Ward of Pittsburgh. Associate Members may not vote.

IV. Dues: Annual dues for membership in this organization shall be as provided in the Bylaws.

V. Meetings: Members shall meet at least twice each year for the purpose of electing officers and endorsing candidates. Special meetings of the Membership shall be convened upon the approval of the Board or upon petition of 25 Voting Members.

VI. Officers: The officers shall consist of a President, a 1st Vice President, a 2nd Vice-President, a 3rd Vice-President, a Secretary, and a Treasurer. Officers shall be elected from and by the Voting Membership for terms of two years, following the procedures set forth in the Bylaws, and their duties shall be as set forth in the Bylaws.

VII. The Board:

A. the Board shall be the administrative body of the organization.

B. the Board shall consist of 19 members, 6 of whom shall be the officers of the organization. The other 13 members of the Board shall be nominated and elected as provided in the Bylaws for 2 year terms. No member may hold more than one office on the Board. The immediate past President of the organization, at his or her discretion, may serve on the Board as an additional member with full rights and privileges provided he or she is eligible for full (not associate) membership.

VIII. Committees: Standing committees shall be constituted as described in the Bylaws. Ad hoc committees shall be appointed by the President.

IX. Amendments:

A. Procedure for proposing amendments:

Amendments to this Constitution may be proposed to the Voting Membership by either a majority of the Board or by 25 members. The Voting Membership shall be notified in writing of all proposed amendments at least 15 days in advance of the meeting at which the proposed amendments are to be voted upon.

B. Adoption of amendments:

Amendments to this Constitution shall be adopted at a meeting of the Membership at which no fewer than 35 members vote. Two thirds of the votes cast shall be required for adoption of amendments.

X. Voting: All voting by the general voting membership shall be in person and not by proxy.

XI. Bylaws: Bylaws, consistent with this Constitution, shall be adopted or amended as provided in Article IX, A. and B., except that a simple majority of the votes cast shall be required for adoption or amendment.

BYLAWS

I. Duties and Responsibilities of Officers:

A. The President shall have the following duties and responsibilities:

1. to convene and preside at meetings of the Members and the Board;
2. to be a member, ex-officio, of all standing and ad hoc committees;

3. to appoint the members of all standing committees, subject to the approval of the Board;

4. to represent the positions and views of the organization—as established by the board—to legislative, political, and community groups, and to the public.

5. to exercise such other duties and responsibilities, consistent with these Bylaws and with the Constitution, as may be necessary and appropriate to carry out the purposes of the organization.

B. Each of the three Vice-Presidents shall assist the President in the exercise of his or her duties and responsibilities.

C. The 1st Vice-President shall assume the duties and responsibilities of the President in cases of the temporary absence or incapacity of the President, and shall chair the Annual Meeting committee.

D. The 2nd Vice-President shall assume the duties and responsibilities of the President in cases of the temporary absence or incapacity of both the President and the 1st Vice-President, and shall chair the Endorsement Meeting committee.

E. The 3rd Vice-President shall assume the duties and responsibilities of the President in cases of the temporary absence or incapacity of the President and the 1st and 2nd Vice-Presidents, and shall chair the Fundraising committee.

F. The Secretary shall have the following duties and responsibilities:

1. to prepare and maintain minutes of all Annual meetings;

2. to prepare, maintain and provide minutes of all Board meetings in a timely manner;

3. to prepare and maintain an accurate and up-to-date mailing list of the organization's members and elected officials whose jurisdiction includes the 14th Ward of Pittsburgh. This includes reviewing and certifying the list of the organization's members prepared by the Treasurer;
4. to supervise the preparation and distribution of such membership mailings as may be authorized by the Board;
5. to handle the correspondence of the organization;
6. to report in advance to the President when absence or incapacity prevents the Secretary from performing his or her duties, so that a substitute may be designated by the Board.

G. The Treasurer shall have the following duties and responsibilities:

1. to supervise and account for the collection of dues and all other funds payable to the organization;
2. to pay the financial obligations of the organization, subject to approval of the Board;
3. to maintain the financial records of the organization;
4. to prepare and maintain an accurate, up-to-date list of the Members of the organization;
5. to make regular financial reports to the Members and to the Board;
6. to prepare an annual financial report of the organization;

7. to report in advance to the President when absence or incapacity prevents the Treasurer from performing his or her duties, so that a substitute may be designated by the Board;

8. to comply with all election law reporting.

II. Duties and responsibilities of the Board:

A. The Board shall have the following duties and responsibilities:

1. to establish and promote the positions and views of the organization.

2. to plan and conduct the activities of the organization, consistent with these Bylaws and with the Constitution;

3. to review and approve the appointment of members of standing committees;

4. to review and approve all contracts and purchases of the organization exceeding \$250.

5. to exercise such other duties and responsibilities, consistent with these Bylaws and with the Constitution, as may be necessary and appropriate to carry out the purpose of the organization.

B. Actions may be taken by the board by a simple majority of votes cast, provided that no fewer than 10 board members cast votes.

III. Dues: Annual dues for membership in this organization shall be determined by the Board.

IV. Voting Eligibility

A. Current voting members (i.e., those who have paid dues within the past two calendar years) may pay their dues in full and vote at the Endorsement Meeting.

B. All current voting members with dues paid in full may vote at the Annual Meeting and for bylaws changes.

C. New voting members must have paid their dues at least 60 days prior to the Endorsement Meeting in order to vote.

V. Standing Committees:

A. All standing committees shall consist of at least 3 board members.

B. Annual Meeting committee:

The Annual Meeting committee shall be chaired by the 1st Vice-President and shall be responsible for planning and conducting the Club's Annual Meeting. The Annual Meeting is convened primarily for the election of board members and officers by the Membership.

C. Endorsement committee:

The Endorsement committee shall be chaired by the 2nd Vice-President and shall be responsible for planning and conducting the Club Endorsement meeting. It shall also carry out functions related to the Club's Endorsement of political candidates, including the following post-Endorsement Meeting functions:

1. Inform the candidates for public office endorsed by this Organization of their endorsement;
2. Establish liaison with endorsed candidates, so that electioneering functions (e.g. distribution of literature, display

of posters, scheduling of poll watchers, etc.) can be coordinated and expedited in the 14th Ward;

3. Oversee the recruiting and assigning of poll workers and other electioneering activities, in cooperation with the endorsed candidates;

4. Recruit candidates for public and Democratic Party offices and assist in their nomination and election.

D. Fundraising committee:

The Fundraising committee shall be chaired by the 3rd Vice-President and shall be responsible for planning and conducting Club fundraising activities, including an annual Fundraising event.

E. Nominating committee:

The basic functions of the Nominating Committee are:

1. to nominate a slate of candidates to stand for election to the Board. At least one candidate per office shall be chosen from the members of this organization. The members so selected must have consented to be nominees for the specific offices designated. If the nominating committee fails to designate a full slate of candidates, then the reasons for such failure must be reported to the membership prior to the voting at the Annual Meeting.

2. with the assistance of the Secretary, to define, procure, and distribute to the members of this organization, the ballots to be used in the election of the Board. The ballot shall list the candidates for each office chosen by the Nominating Committee, as well as all other candidates who want to run for the same office.

3. to recommend to the President the time and place of the election of the Board which shall be held prior to the Endorsement Meeting.

4. to tally the votes and announce the results of the Board elections.

F. Publications Committee:

The Publications Committee is responsible for the preparation and distribution to the members and prospective members of the organization, and to other interested parties, all electronic and printed communications. This includes the maintenance and timely updating of a website, and periodic publication of a newsletter. The publishing schedule of the newsletter shall be set by the Board.

VI. Procedures for endorsement of candidates for Public Office

A. Preferential balloting shall be used for the Endorsement of Candidates for Public Office when there is one candidate to be endorsed for a specific office.

1. Voters shall indicate their preference of candidates for the office in numerical order — 1 for the first choice, 2 for the second choice, etc. To win the endorsement during the first count, a candidate must receive at least 40% of the first choice votes cast for that office. If more than one candidate receives 40% of the first choice votes, the candidate with the highest number of first choice votes will be endorsed.

2. If no candidate receives 40% of the first choice votes, the second choice votes will be counted of those voters whose first choice candidate received the lowest number of first choice votes,, and that candidate is eliminated from consideration for endorsement. Vote counting will continue in preferential order until either a candidate is endorsed, or all of the votes have been counted and no candidate

has secured 40% of the votes for the office. In such event, there is no endorsement for that office.

B. Endorsement of candidates in multiple candidate races will be as follows:

1. Voters may vote for as many candidates as there are openings for that office by placing a mark next to the candidates whom they wish to see endorsed.

2. There is a 40% threshold to be endorsed, calculated as follows — number of total votes cast for that office, divided by the number of candidates to be endorsed, multiplied by .40.

3. The top candidates who receive at least 40% of the votes, as calculated in VI.B.2, and who receive the highest number of votes, will be endorsed, up to the number of endorsement slots.

4. If no candidates, or fewer than the number of candidates for the number of endorsement slots, are selected for endorsement, the 25% of the candidates with the fewest votes are eliminated. The number of votes that they received is then subtracted from the total votes cast.

5. The 40% threshold is then re-calculated as follows — new number of total votes cast for that office, divided by the number of candidates to be endorsed, multiplied by .40 (four-tenths). The votes are then re-counted for the remaining candidates. The candidates who receive the highest number of votes, and have received at least 40% of the votes, as calculated in VI.B.4, will be endorsed up to the number of unfilled endorsement slots.

6. If there are still openings on the endorsement slate, after the second count, the Board may fill the vacancies in accordance with provisions set forth in Article II, B.

C. "No Endorsement" will be a choice for each office, and a vote for "No Endorsement" will count the same as a vote for a candidate.

D. Voting for candidate endorsement will be by secret ballot.

VII. Terms of office for all Board Positions:

A. The term of office for all Board members shall be a period of two years, commencing after ballot tallies and publication of annual election results.

B. Election of officers and board members shall be conducted in alternating years: President, 2nd Vice-President, Secretary, and seven members of the Board shall be elected in odd-numbered years. First Vice-President, 3rd Vice-President, Treasurer, and six members of the Board shall be elected in even-numbered years.

C. The 1st Vice-President shall fill a vacancy in the office of President, the 2nd Vice-President shall succeed to a vacancy in the office of the 1st Vice-President, and the 3rd Vice-President shall succeed to a vacancy in the office of the 2nd Vice-President. All other vacancies shall be filled by the board. The replacement shall serve until the office or Board position is filled by election at the next Annual Meeting, regardless of the year. However, the office must be placed on the ballot in the next election, regardless of the year number.

D. No member may run at one time for more than one office.

VIII. Election of Officers and Board Members:

Board Members shall be elected by Voting Members who attend the Annual meeting.

IX. Procedure for Removal of Board Members:

The Board may remove a member from office for cause, by a vote of two-thirds of the Board. Cause shall include, but not be limited to, substantial failure to attend board meetings or to carry out committee responsibilities.

X. Conflict of Interest:

A. A Board Member shall disclose to the Board any potential conflict of interest based on a relationship with a candidate for a public office for which the Club makes endorsements. Situations requiring disclosure to the Board include, but are not limited to, the following:

1. If a Board Member has decided to run in the current or subsequent calendar year for a public office for which the Club makes endorsements, the public office and election (primary, general, special; and year) must be disclosed to the Board.

2. If a Board Member is being paid (in money or in-kind) by a candidate for a public office for which the Club makes endorsements who is seeking office in the current or subsequent calendar year, the candidate, public office being sought, election (primary, general, special; and year), and campaign role of Board Member must be disclosed to the Board. Volunteering for a candidate in an official campaign position must be disclosed (along with information listed in prior sentence) to the Board, however general volunteering need not be disclosed.

B. A Board Member shall disclose to the Board any matter other than those described in X. (A) above which may cause a Board Member to have an actual conflict of interest with Club business or an appearance of a conflict of interest.

C. Upon receipt of a disclosure, the Board shall determine if there is a conflict of interest or the appearance of a conflict of interest and how to manage it.